

1 SCOTT H. McNUTT (CSBN 104696)
324 Warren Road
San Mateo, California 94402
2 Telephone: (415) 760-5601
Email: smcnutt@ml-sf.com
3

Counsel to the Fee Examiner
4
5
6

7 UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
8 SAN FRANCISCO DIVISION

9 In re
PG&E CORPORATION,

10 - and -

11 PACIFIC GAS AND ELECTRIC
COMPANY,

12 Debtors.

- 13 ☐ Affects PG&E Corporation
14 ☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

15 * All papers shall be filed in the Lead Case,
No. 19-30088 (DM)
16
17
18
19
20
21

Bankruptcy Case
No. 19-30088 (DM)
(Lead Case)
(Jointly Administered)

Chapter 11

**AMENDED NOTICE OF HEARING ON
FIRST INTERIM APPLICATIONS
ALLOWING AND AUTHORIZING
PAYMENT OF FEES AND EXPENSES
OF MULTIPLE APPLICANTS BASED
UPON COMPROMISES WITH THE
FEE EXAMINER**

Hearing:

Date: January 29, 2020
Time: 10:00 a.m. (Pacific Time)
Place: United States Bankruptcy Court
Courtroom 17,
450 Golden Gate Avenue
16th Floor
San Francisco, CA

Judge: Hon. Dennis Montali

Objection Deadline:

January 22, 2020

AMENDED NOTICE OF HEARING ALLOWING
& AUTHORIZING PAYMENT OF 1st INTERIM

1
2
3 **PLEASE TAKE NOTICE** that this Amended Notice is identical to the Notice previously
4 filed on January 3, 2020 as Doc. No. 5758, except that this Amended Notice adds Weil, Gotshal
5 and Manges and Lincoln Partners Advisors to the list of Compromise Fee Applicants, as described
6 below.

7 **PLEASE TAKE FURTHER NOTICE** that on January 29, 2019 (the “**Petition Date**”),
8 PG&E Corporation and Pacific Gas and Electric Company, as debtors and debtors in possession
9 (the “**Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), each filed a
10 voluntary petition for relief under chapter 11 of title 11 of the United States Code (the
11 “**Bankruptcy Code**”) with the United States Bankruptcy Court for the Northern District of
12 California (San Francisco Division) (the “**Bankruptcy Court**”).

13 **PLEASE TAKE FURTHER NOTICE** that on December 18, 2019, the Court entered its
14 Amended Order Granting Fee Examiner Motion to Approve Fee Procedures (“**Amended Fee**
15 **Procedures Order**”) (Doc. No. 5168).

16 **PLEASE TAKE FURTHER NOTICE** that pursuant to ¶2(b) of the Amended Fee
17 Procedures Order, the Fee Examiner is authorized to set hearings to approve interim fee
18 applications based upon compromises reached with fee applicants and that Notice of such hearings
19 shall be heard on 21 days’ notice as required by Fed. R. Bankr. Pro. 2002 (a)(6) and the Notice of
20 Hearing shall comply with Fed. R. Bankr. Pro. 2002 (c)(2).

21 **PLEASE TAKE FURTHER NOTICE** that the Bankruptcy Court will hold a hearing on
January 29, 2020 at 10:00 a.m. (Pacific Time) (the “**Omnibus Hearing**”) in the courtroom of the

1 Honorable Dennis Montali, United States Bankruptcy Judge, Courtroom 17, 16th Floor, 450
2 Golden Gate Avenue, San Francisco, California 94102.

3 **PLEASE TAKE FURTHER NOTICE** that, in addition to any other matters scheduled
4 for the Omnibus Hearing, the Bankruptcy Court will hear the Hearing on First Interim
5 Applications Allowing and Authorizing Payment of Fees and Expenses of Multiple Fee
6 Applicants Based Upon Compromises with the Fee Examiner (the “**Applications**”) of the fee
7 applicants indicated on Exhibit A, attached hereto and incorporated herein by reference (the
8 “**Compromise Fee Applicants**”). On January 3, 2020, the Fee Examiner filed a notice (Doc. No.
9 5258) (the “**Hearing Notice**”) setting the hearing on the Applications for the Compromise Fee
10 Applicants for the Omnibus Hearing.

11 **PLEASE TAKE FURTHER NOTICE** that Exhibit A to the Hearing Notice set forth,
12 among other things, the amount applied for, the amount of any compromise with the Fee
13 Examiner, and the net amount claimed with respect to each of the Compromise Fee Applications
14 (as defined in the Hearing Notice).

15 **PLEASE TAKE FURTHER NOTICE** that, subsequent to the filing of the Hearing
16 Notice, the Fee Examiner and Weil, Gotshal & Manges LLP (“**Weil**”) reached an agreement on a
17 stipulated reduction to the compensation sought by Weil in its Application.

18 **PLEASE TAKE FURTHER NOTICE** that, subsequent to the filing of the Hearing
19 Notice, the Fee Examiner and Lincoln Partners Advisors (“**Lincoln**”) reached an agreement on a
20 stipulated reduction to the compensation sought by Lincoln in its Application.

1 **PLEASE TAKE FURTHER NOTICE** that a revised form of Exhibit A is attached hereto
2 (the “**Amended Exhibit A**”), which has been amended to include the agreed upon stipulated
3 reductions with respect to Weil’s and Lincoln’s Applications, which Applications will be
4 considered for approval at the Omnibus Hearing together with the Applications of the other
5 Compromise Fee Applicants.

6 **PLEASE TAKE FURTHER NOTICE** that the deadline for objections to the
7 Applications of the Compromise Fee Applicants, including Weil’s Application, is January 22,
8 2020.

9 **PLEASE TAKE FURTHER NOTICE** that the Court has ordered all professionals may
10 appear by Court Call.

11 **PLEASE TAKE FURTHER NOTICE** that the Compromise Fee Applicants, including
12 Weil and Lincoln, each condition their stipulated reductions on no further or additional objections
13 being asserted by the Office of the United States Trustee.

14 **PLEASE TAKE FURTHER NOTICE** that following the Omnibus Hearing, Debtors will
15 be authorized to pay the “Amount Now Payable” for the First Interim Period, as set forth in
16 **Amended Exhibit A.**

17 **PLEASE TAKE FURTHER NOTICE** that the subject Applications were all filed prior
18 to November 14, 2019, the period to file objections has passed prior to the date of filing this
19 notice, and that no objections to the specific Interim Fee Applications have been filed.

20 **PLEASE TAKE FURTHER NOTICE** that the Amended Fee Procedures order reserves
21 the Fee Examiner’s right to raise certain objections at the time of subsequent interim fee
22 applications and final fee applications.

1 **PLEASE TAKE FURTHER NOTICE** that copies of the First Interim Applications and
2 Amendments can be viewed and/or obtained: (i) by accessing the Court's website at
3 <http://www.canb.uscourts.gov>, (ii) by contacting the Office of the Clerk of the Court at 450
4 Golden Gate Avenue, San Francisco, CA 94102, or (iii) from the Debtors' notice and claims
5 agent, Prime Clerk LLC, at <http://restructuring.primeclerk.com/pge> or by calling (844) 339-4217
6 (toll free) for U.S.-based parties; or +1 (929) 333-8977 for international parties or by e-mail at:
7 pginfo@primeclerk.com. Note that a PACER password is needed to access documents on the
8 Bankruptcy Court's website.

9
10
11
12
13
14
15
16
17
18
19
20
21
DATED: January 8, 2020

SCOTT H. McNUTT

By: /Scott H. McNutt/

Scott H. McNutt

Counsel to the Fee Examiner

EXHIBIT A

EXHIBIT A
to
**AMENDED NOTICE OF HEARING ON FIRST INTERIM APPLICATIONS ALLOWING
AND AUTHORIZING PAYMENT OF FEES AND EXPENSES
OF MULTIPLE FEE APPLICANTS BASED ON COMPROMISES
WITH THE FEE EXAMINER**

Retained Professional	Filing Date 1st Interim Fee App	First Interim Docket No. and Filing Date	First Interim Total Fees and Costs	Total Compromised Reduction with Fee Examiner	First Interim Total Fees and Costs Reflecting Compromised Reduction	Total Payments Previously Received by Applicants for First Interim Period	Outstanding Amount Now Payable for First Interim Period*
FTI	7/22/2019	3137	\$ 5,837,129.38	\$ 50,000.00	\$ 5,787,129.38	\$ 4,679,003.73	\$ 1,108,125.65
Development Specialists, Inc.	11/14/2019	4731	\$ 1,123,906.89	\$ 55,000.00	\$ 1,068,906.89	\$ 905,807.09	\$ 163,099.80
Baker & Hostetler	7/15/2019	2995	\$ 7,424,281.74	\$ 370,716.33	\$ 7,053,565.41	\$ 5,986,111.54	\$ 1,067,453.87
Cravath, Swaine & Moore	8/23/2019	3683	\$ 31,365,160.82	\$ 1,300,000.00	\$ 30,065,160.82	\$ 25,296,541.02	\$ 4,768,619.80
Jenner & Block	8/8/2019	3465	\$ 3,506,413.06	\$ 75,000.00	\$ 3,431,413.06	\$ 2,809,417.76	\$ 621,995.30
KPMG	7/15/2019	2992	\$ 4,005,803.67	\$ 50,000.00	\$ 3,955,803.67	\$ 3,231,072.66	\$ 724,731.01
Munger Tolles & Olson	7/15/2019	2996	\$ 6,753,359.65	\$ 210,000.00	\$ 6,543,359.65	\$ 5,422,560.45	\$ 1,120,799.20
Berman & Todderud	10/22/2019	4383	\$ 396,292.40	\$ 10,000.00	\$ 386,292.40	\$ 317,033.92	\$ 69,258.48
Dundon Advisers	11/14/2019	4727	\$ 158,324.24	\$ 3,000.00	\$ 155,324.24	\$ 127,733.44	\$ 27,590.80
Trident	11/14/2019	4721	\$ 109,537.01	\$ 500.00	\$ 109,037.01	\$ 36,237.50	\$ 72,799.51
Weil, Gotshal & Manges LLP	7/15/2019	2988	\$ 9,458,112.92	\$ 420,000.00	\$ 9,038,112.92	\$ 7,633,655.27	\$ 1,404,457.65
Lincoln Partners Advisors	11/8/2019	4633	\$ 3,088,362.68	\$ 125,000.00	\$ 2,963,362.68	\$ 2,487,278.90	\$ 476,083.78

* Prior to submitting orders regarding these amounts, the Fee Examiner will require all applicants to verify that all "Knudsen" payments have been properly credited. The Fee Examiner is aware that such payments may have been received for the First Interim Period after the filing of the First Interim Fee Applications, or after the filing of this Notice.